FORM D

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Mail Processing
Section

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Temporary FORM D

FEA 1 DEUDH

Washington, DC

101

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

1450	
OMB A	PPROVAL
OMB Number:	3235-0076
Expires:	February 28, 2009

Estimated average burden

Serial
/ED

hours per response......16.00

Name of Offering (check if this is an amendment an	d name has changed, and ind	icate change.)	
RR-HV Venture Holdings, DST			
Filing Under (Check box(es) that apply):	e 504 🔲 Rule 505		Section 4(6) ULOE
Type of Filing: ☐ New Filing ☐ Amendment			
	A. BASIC IDENTIFICAT	TON DATA	"WW GEOGED
1. Enter the information requested about the issuer			
Name of Issuer (check if this is an amendment and	name has changed, and indi	cate change.)	NAR 2 2009
RR-HV Venture Holdings, DST			£14
Address of Executive Offices (Number a	nd Street, City, State, Zip Co	de) Telephon	e Number (Including Area Code)
2901 Butterfield Road, Oak Brook, Illinois 60	523		0) 218-4916
	nd Street, City, State, Zip Co	de) Telephon	e Number
(if different from Executive Offices)		1	
Brief Description of Business			+ (44 fil)
The acquisition and sale of interests in proper	ty.		1 1 1 2 11 1 2 11 1 1 11 1 1 2 11 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
			09001222
Type of Business Organization			
	partnership, already formed	_	(please specify):
business trust	partnership, to be formed	Dela	ware Statutory Trust
	Month	Year	
Actual or Estimated Date of Incorporation or Organizat	ion: 0 6	0 8 X Acti	ual 🔲 Estimated
Jurisdiction of Incorporation or Organization: (Enter tw	vo-letter U.S. Postal Service		_
	Canada: FN for other foreign		DE

GENERAL INSTRUCTIONS

Note: This is a special Temporary Form D (17 CFR 239.500T) that is available to be filed instead of Form D (17 CFR 239.500) only to issuers that file with the Commission a notice on Temporary Form D (17 CFR 239.500T) or an amendment to such a notice in paper format on or after September 15, 2008 but before March 16, 2009. During that period, an issuer also may file in paper format an initial notice using Form D (17 CFR 239.500) but, if it does, the issuer must file amendments using Form D (17 CFR 239.500) and otherwise comply with all the requirements of § 230.503T.

Federal

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230,501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 100 F Street, N.E., Washington, D.C. 20549.

Copies Required: Two (2) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

- ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

SEC 1972 (9-08)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

A. BASIC IDENTIFICATION DATA 2. Enter the information requested for the following: · Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the · Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and · Each general and managing partner of partnership issuers. Check Box(es) that Apply: Promoter Beneficial Owner ☐ Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Inland Real Estate Exchange Corporation Business or Residence Address (Number and Street, City, State, Zip Code) 2901 Butterfield Road, Oak Brook, Illinois 60523 Check Box(es) that Apply: ☑ Promoter ☐ Beneficial Owner Executive Officer □ Director □ General and/or Managing Partner Full Name (Last name first, if individual) RR-HV Exchange Venture, L.L.C. Business or Residence Address (Number and Street, City, State, Zip Code) 2901 Butterfield Road, Oak Brook, Illinois 60523 Check Box(es) that Apply: □ Promoter Beneficial Owner ☐ Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) RR-HV Venture Holdings, DST Business or Residence Address (Number and Street, City, State, Zip Code) 2901 Butterfield Road, Oak Brook, Illinois 60523 Check Box(es) that Apply: ☐ Promoter ■ Beneficial Owner Executive Officer Director ☐ General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: Promoter Beneficial Owner ☐ Executive Officer □ Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: Promoter ☐ Beneficial Owner ☐ Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: ☐ Promoter ■ Beneficial Owner ☐ Executive Officer □ Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code)

				В.	INFORM	ATION AB	OUT OFFE	RING	<u> </u>			
1. Has	the issuer	sold, or do						in this offe			Yes 	No
2. Wha	at is the mir	nimum inv	estment tha	at will be a	ccepted fro	m any indi	ividual?			•	<u>\$200,0</u>	00*
										••••••	Yes	N°0 □
com offe and/	mission or ring. If a p or with a st	similar rer erson to be tate or state	nuneration listed is a es, list the r	for solicita n associate name of the	ation of pur d person o e broker or	rchasers in r agent of a dealer. If i	connection broker or nore than f	i with sales dealer regi ive (5) pers	ectly or inc of securiti stered with sons to be I oker or de	the SEC isted are		
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States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)												
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^{*} A smaller amount may be accepted by the company in its sole discretion.

1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?	B. INFORMATION ABOUT OFFERING													
1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?														
2. What is the minimum investment that will be accepted from any individual? 3. Does the offering permit joint ownership of a single unit? 4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or attack, is the name of the broker or dealer. If more than five (5) persons to be listed are associated person or agent of a broker or dealer registered with the SEC and/or with a state or attack, is the name of the broker or dealer. If more than five (5) persons to be listed are associated person or such a broker or dealer. You may set forth the information for that broker or dueler only. Full Name (Last name first, if individual) Vanclef, Jason B. Business or Residence Address (Number and Street, City, State, Zip Code) 2121 Cloverfield BlVd, Suite 115, Santa Monica, CA 90404 Name of Associated Broker or Dealer Madison Avenue Securities Inc. States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Cheek "All States" or check individual States). [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DB] [DC] [FL] [GA] [HI] [ID] [IL] [IN] [IA] [IK] [IN] [IN] [IN] [IN] [IN] [IN] [IN] [IN	t. Has	the issuer s	old, or do	s the issue	r intend to	sell, to not	n-accredite	d investors	in this offe	ering?				
2. What is the minimum investment that will be accepted from any individual? 3. Does the offering permit joint ownership of a single unit? 4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or attack, is the name of the broker or dealer. If more than five (5) persons to be listed are associated person or agent of a broker or dealer registered with the SEC and/or with a state or attack, is the name of the broker or dealer. If more than five (5) persons to be listed are associated person or such a broker or dealer. You may set forth the information for that broker or dueler only. Full Name (Last name first, if individual) Vanclef, Jason B. Business or Residence Address (Number and Street, City, State, Zip Code) 2121 Cloverfield BlVd, Suite 115, Santa Monica, CA 90404 Name of Associated Broker or Dealer Madison Avenue Securities Inc. States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Cheek "All States" or check individual States). [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DB] [DC] [FL] [GA] [HI] [ID] [IL] [IN] [IA] [IK] [IN] [IN] [IN] [IN] [IN] [IN] [IN] [IN				į.	Answer also	in Appen	dix, Colum	ın 2, if filing	g under UI	LOE.				
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3. Does the offering permit joint ownership of a single unit?	\\	ii is the mii	milaia mv	estinent til	n will be at	cepted fro	iii airy mai	viduat				32111,01		
## Enter the information requested for each person who has been or will be paid or given, directly, or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed san associated person or agent of a broker or dealer, response of such a broker or dealer, so more than five (5) persons to be listed are associated persons of such as broker or dealer. If more than five (5) persons to be listed are associated persons of such as broker or dealer, you may set forth the information for that broker or dealer only. Full Name (Last name first, if individual) Vanclet, Jason B. Business or Residence Address (Number and Street, City, State, Zip Code) 2121 Cloverfield Blvd., Suite 115, Santa Monica, CA 90404 Name of Associated Broker or Dealer Madison Avenue Securities Inc. States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States). [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MN] [MS] [MO] [MT] [NF] [NF] [NF] [NF] [NF] [NF] [NF] [NF		a cons	·. •	• .									_	
Commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or vitih a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer. You may set forth the information for that broker or dealer or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer. You may set forth the information for that broker or dealer or dealer. If more than the properties of the properti	3. Doe:	s the offeri	ng permit J	oint owner	snip of a si	ngle unit?		*****************				(A)	Ļ	
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Full Name (Last name first, if individual) Lim, Stephen F.													[MO]	
Susiness or Residence Address (Number and Street, City, State, Zip Code) 1280 Civic Drive, Suite 109, Walnut Creek, CA 94596		- •												
Lim, Stephen F.	[RI]	[SC]	[SD]	[TN]	[XI]	נטון	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	ןאין	
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^{*} A smaller amount may be accepted by the company in its sole discretion.

	_			В.	INFORM	ATION AB	OUT OFFE	RING			•	
1. Has	the issuer s	sold, or do			sell, to non						Yes	No ⊠
2. Wha	at is the mir	nimum inv									\$200,00)()*
										.,,,	Yes	No
4. Ente com offe and/		mation requisimilar rereson to be tate or state	uested for on nuneration e listed is an es, list the r	each persor for solicita associate name of the	who has bation of pur d person or broker or	een or wil chasers in agent of a dealer. If r	I be paid or connection broker or more than f	given, dir with sales dealer regi ive (5) pers	ectly or ind of securiti stered with sons to be l	lirectly, any es in the the SEC isted are		
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^{*} A smaller amount may be accepted by the company in its sole discretion.

				В.	INFORM.	ATION AB	OUT OFFE	RING					
									· · · · · · · · · · · · · · · · · · ·		Yes	No	
I. Has	the issuer s	sold, or do	es the issue	er intend to	sell, to not	1-accredite	d investors	in this offe	ering?		. 🗆	\boxtimes	
			į	Answer also	in Appen	dix, Colun	m 2, if filir	g under Ul	LOE.				
2. Wha	at is the mir	nimum inv	estment th	at will be a	ccepted fro	m any indi	ividual?				. <u>\$200,0</u>	00*	
											Yes	No	
3. Doe	s the offeri	ng permit j	oint owner	ship of a s	ingle unit?			,					
com offer and/	mission or ring. If a p or with a si	similar rer erson to be ate or state	nuneration listed is a es, list the i	for solicita n associate name of the	ition of pur d person or broker or	chasers in r agent of a dealer. If r	connection broker or nore than f	with sales dealer regi ive (5) pers	ectly or ind of securities stered with sons to be li oker or dea	es in the the SEC sted are			
	ime (Last n sanke, Ma		f individua	ıl)									
	ss or Resid		•		•	•	de)						
	20 East Lo			te 250, Tr	oy, MI 48	085							
	of Associate			. I.a.a									
	ofessional				ands to Sal	icit Purche	core						
	States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)												
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[MT] [RI]	[NE] [SC]	[NV] [SD]	(NH) [TN]	[NJ] [TX]	[NM] [UT]	[NY] [VT]	[NC] [VA]	[ND] [WA]	(OH) [WV]	[OK] [WI]	[OR] [WY]	[PA] [PR]	
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	ale, Kriste		i marvidus	,									
	ss or Reside		-		•	ite, Zip Co	de)						
	f Associate			8-,									
Uv	est Financ	ial Servic	es Group	Inc.									
	n Which Po							*************			🔲 Al	Il States	
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	me (Last na rsman, Gr		f individua	1)									
	s or Reside 368 Stratfo				•	te, Zip Co	de)						
Name o	f Associate	d Broker o	r Dealer							· · · · · · · · · · · · · · · · · · ·			
VS	R Financi	al Service	s, Inc.			<u>.</u> .							
	n Which Pe eck "All St										🔲 AI	1 States	
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^{*} A smaller amount may be accepted by the company in its sole discretion.

				В.	INFORM	ATION AB	OUT OFFE	RING					
								-		•	Yes	No	
1. Has	the issuer:	sold, or do	es the issue	r intend to	sell, to no	n-accredite	d investors	in this off	ering?		. 🗆	\boxtimes	
			A	Answer also	in Appen	dix, Colun	nn 2, if filin	g under U	LOE.				
2 Wh.	or ic tha mi	nimum inu	actmant the	مه مط الأسيد	anned fra	on any ind	inidual9				\$200.0	Λ0.*	
2. WH	at is the min	iiiiiuiii iiiv	estment int	ii wiii be ac	cepied ire	in any ind	ividuai?		**************		. 3200,0	00	
											Yes	No	
3. Doc	es the offeri	ng permit j	joint owner	ship of a si	ngle unit?	***************************************	***************************************				. 🛛		
com offe and	nmission or ring. If a p /or with a s	similar rer erson to be tate or state	nuneration listed is a es, list the r	for solicita n associated name of the	tion of pui I person o broker or	rchasers in r agent of a dealer. If r	I be paid or connection a broker or connection more than finformation	with sales dealer regi ive (5) per	of securiti stered with sons to be l	the SEC isted are			
	ıme (Last n ırt, David		f individua	1)									
	ss or Resid Woodfin						de)				_		
Name o	of Associat	ed Broker	or Dealer										
LP	L Financi	al Corpor	ation										
	in Which Po leck "All St									************	- 🗌 A	Il States	
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100	6 South Se	aman Str	eet, Eastla	nd, TX 76	448								
Name o	of Associate	ed Broker (or Dealer										
VS	R Financi	al Service	s, Inc.										
	n Which Pe eck "All St					icit Purcha					🔲 Al	l States	
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	ıme (Last n u, Kelvin S		f individual	1)									
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220	00 Century	/ Parkway	, Suite 50	0, Atlanta	GA 303	45							
Name o	of Associate	d Broker o	or Dealer					·					
The	e Strategic	Financia	l Alliance,	, Inc.									
	n Which Po						sers				🗌 Al	l States	
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^{*} A smaller amount may be accepted by the company in its sole discretion.

	_			В.	INFORM	ATION ABO	OUT OFFE	RING				-
				-							Yes	No
I. Has	the issuer s	sold, or doe	s the issue	r intend to	sell, to noi	n-accredited	d investors	in this offe	ering?		. 🗆	\boxtimes
			Ä	Answer also	in Appen	dix, Colum	n 2, if filin	ig under Ul	LOE.			
2. Wha	at is the mir	simum inv	estment the	nt will be ac	cented fro	m any indi	vidual?				. \$200.0	00*
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7 Dec		:• :	-!								Yes ⊠	No □
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com offer and/	mission or ring. If a p or with a st	similar rer erson to be tate or state	nuneration listed is a es, list the r	each person for solicita n associated name of the or dealer, yo	tion of put i person of broker ør	rchasers in r agent of a dealer. If n	connection broker or nore than f	with sales dealer regi ive (5) pers	of securiti stered with sons to be l	the SEC isted are		_
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				o, CA 937	111							
	of Associate											
	L Financia					l'air Parala		-				
				cited or Inte lual States).						*************	🗌 Al	II States
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				r and Stree	•	ite, Zip Coo	le)	-		•		
	f Associate						-					
Ro	yal Allian	ce Associ	ates, Inc.									
				ited or Intellual States).		icit Purcha					🔲 AI	1 States
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Busines	s or Reside	nce Addre	ss (Numbe	r and Street	, City, Sta	te, Zip Cod	le)					
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Name o	f Associate	d Broker o	r Dealer									
	L Financia				· · · · · · · · · · · · · · · · · · ·							
				ited or Inte ual States).							🔲 All	l States
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^{*} A smaller amount may be accepted by the company in its sole discretion.

				B.	INFORM	ATION AB	OUT OFFE	RING					
											Yes	No	
1. Has	the issuer:	sold, or do	es the issue	er intend to	sell, to not	n-accredite	d investors	in this offi	ering?			×	
		•					ın 2, if filin		-		_		
2 W.					• • •			_			C300.04	r) z Nah	
2. Wha	it is the mi	nımum inv	estment in:	at will be a	cceptea tro	m any ind	ividuai?				<u>5200,00</u>	:XO*	
											Yes	Nο	
3. Does	s the offeri	ng permit j	joint ownei	ship of a s	ingle unit?			• • • • • • • • • • • • • • • • • • • •			🛛		
com offer and/	mission or ring. If a p or with a s	similar rer erson to be tate or state	nuneration e listed is a es, list the r	for solicita n associate name of the	ation of pur d person or broker or	rchasers in r agent of a dealer. If i	I be paid or connection broker or nore than f nformation	with sales dealer regi ive (5) pers	of securiti stered with sons to be l	the SEC isted are			
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255	50 Fifth A	venue, Si	ite 800, S	an Diego,	, CA 9210)3						±	
		ed Broker											
		al Corpor											
-			d Has Solid eck individ							•••••	🔲 AI	States	
[AL]	(Check "All States" or check individual States)												
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[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]	
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		ed Broker o			,					·		<u> </u>	
VS	R Financi	al Service	es, Inc.										
			d Has Solid			-					🗌 Al	l States	
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		ed Broker o											
		es Corpor	d Has Solic	ited or Inte	anda ta Cali	ait Buraha							
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^{*} A smaller amount may be accepted by the company in its sole discretion.

				В.	INFORM	ATION ABO	OUT OFFE	RING		-			
1. Has i	the issuer s	old, or doc						in this offer	-		Yes	No ⊠	
2. Wha	t is the mir	nimum invo	estment tha	it will be a	ccepted fro	m any indiv	/idual?				. \$200,0	00*	
3. Does	s the offeri	ng permit j	oint owner	ship of a si	ngle unit?.						Yes . ⊠	No	
comi offer and/e	mission or ring. If a poor with a st	similar ren erson to be ate or state	nuneration listed is and s, list the r	for solicita associated anne of the	ition of pur d person or broker or	chasers in c agent of a dealer. If m	onnection broker or ore than f	given, dire with sales dealer registive (5) perso for that bro	of securition tered with tens to be l	es in the the SEC isted are			
	me (Last nation, Rona		f individua	1)	. <u>-</u>								
Busines	s or Resido	ence Addre			· ·	ite, Zip Cod	le)						
			Park Lane	, Boise, II	D 83709								
	f Associate												
States in	Nations Financial Group, Inc. States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)												
[AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [FR] [SC] [SD] [TN] [TY] [UT] [VA] [WA] [WV] [WI]												[ID√] [MO] [PA]	
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Busines	s or Reside	nce Addre	ss (Numbe am, ME 0		t, City, Sta	te, Zip Cod	e)						
Name o	f Associate	d Broker o	or Dealer						· ==				
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			d Has Solid eck individ			icit Purchas					🔲 AI	l States	
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	f Associate												
Geneos Wealth Management, Inc. States in Which Person Listed Has Solicited or Intends to Solicit Purchasers													
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[MT] [RI]	[NE] [SC]	[NV] [SD]	[NH] [TN]	[NJ] [TX]	[NM] [UT]	[NY] [VT]	[NC] [VA]	[MA] [WA✓]	[OH]	[OK] [WI]	[OR] [WY]	[ID] [PR]	

^{*} A smaller amount may be accepted by the company in its sole discretion.

				В.	INFORMA	TION ABO	OUT OFFEI	RING					
Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? Answer also in Appendix, Column 2, if filing under ULOE.												No ⊠	
2. Wha	t is the min	imum inve	stment that	will be ac	cepted froi	n any indi	vidual?				. \$200,00)()*	
										,	Yes	No	
4. Enter commoffer and/o	r the inform mission or s ing. If a peo or with a str ciated perso	nation requesimilar remerson to be ate or states	ested for ea uneration f listed is an s, list the na a broker or	och person for solicita associated arme of the dealer, yo	who has b tion of pure I person or broker or o	een or will chasers in a agent of a dealer. If m	be paid or connection broker or c nore than fi	given, dire with sales lealer regis ve (5) pers	ectly or indo of securition tered with ons to be li	irectly, any es in the the SEC sted are			
		ime first, if stopher J.	'individual)									
Busines	Business or Residence Address (Number and Street, City, State, Zip Code) 1650 West 82nd Street, #1200, Bloomington, MN 55431												
				loomingt	on, MN 5	5431	· · · · · · · · · · · · · · · · · · ·			·			
		d Broker o d Comora											
States in	LPL Financial Corporation States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)												
[AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN√] [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI]												(ID) [MO] [PA] {PR}	
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		d Broker o				• • •	_			-			
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Hei	rding, Mai					,		_					
		nce Addre melback I					de)						
	2425 East Camelback Road, Suite 250, Phoenix, AZ 85016 Name of Associated Broker or Dealer LPL Financial Corporation												
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)											All State		
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^{*} A smaller amount may be accepted by the company in its sole discretion.

				В.	INFORMA	TION ABO	OUT OFFE	RING				
1. Hast	the issuer s	old, or doe			sell, to non						Yes . 🔲	No ⊠
2. What is the minimum investment that will be accepted from any individual?									\$200,000*			
3. Does	Does the offering permit joint ownership of a single unit?									Yes . ⊠	No □	
com offer and/	er the information or ring. If a poor with a stociated personant	similar ren erson to be ate or state	nuneration listed is ares, list the n	for solicita associated ame of the	ition of pure d person or broker or (chasers in agent of a dealer. If n	connection broker or o nore than fi	with sales dealer regis ve (5) pers	of securition tered with ons to be I	the SEC isted are		
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	of Associate D Financ:		or Dealer									
	n Which Pe eck "All St							.,			🔲 Al	I States
[AL] [IL] [MT] [RI]	[AK] (IN] [NE] [SC]	[AZ] [IA] [NV] [SD]	[AR] [KS] [NH] [TN]	[CA] [KY] [NJ] [TX]	[CO] [LA] [NM] [UT]	[CT] [ME] [NY] [VT]	[DE] [MD] [NC] [VA]	[DC] [MA] [ND] [WA]	[FL] [MI] [OH] [WV]	[GA] [MN✔] [OK] [WI]	[HI] [MS] [OR] [WY]	[ID] [MO] [PA] [PR]
	me (Last n											_
Busines	ss or Reside	ence Addre	ss (Numbe	r and Stree	t, City, Sta	te, Zip Co	de)					
Name o	of Associate	ed Broker o	or Dealer						<u>. </u>		.	
	n Which Pe eck "All St										[] Al	1 States
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT] [RI]	[NE] [SC]	[NV] [SD]	(NH) (TN]	[נא] [XT]	[NM] [UT]	[NY] [VT]	[NC] [VA]	[ND] [WA]	[OH] [WV]	[OK] [WI]	[OR] [WY]	[PA] [PR]
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				1.0:	. C'. C.	7:- C-	1-7					
Busines	ss or Resido	ence Addre	ss (Numbe	r and Stree	et, City, Sta	ite, Zip Co	ae)					<u>.</u>
Name o	of Associate	ed Broker o	or Dealer		···							
States in (Cho	n Which Pe eck "All St	erson Lister ates" or ch	d Has Solic	ited or Into	ends to Sol	icit Purcha	sers			.,	🔲 AI	1 States
[AL] [IL] [MT] [RI]	[AK] [IN] [NE] [SC]	[AZ] [IA] [NV] [SD]	[AR] [KS] [NH] [TN]	[CA] [KY] [NJ] [TX]	[CO] [LA] [NM] [UT]	[CT] [ME] [NY] [VT]	[DE] [MD] [NC] [VA]	[DC] [MA] [ND] [WA]	[FL] [MI] [OH] [WV]	[GA] [MN] [OK] [WI]	[HI] [MS] [OR] [WY]	[ID] [MO] [ID] [PR]

^{*} A smaller amount may be accepted by the company in its sole discretion.

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS 1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box \(\square\) and indicate in the columns below the amounts of the securities offered for exchange and already exchanged Amount Already Aggregate Offering Price Sold Type of Security -()--0-Debt -()-Equity..... Common Common ☐ Preferred -()-Convertible Securities (including warrants)..... -()-S -()-\$10,497,849.67 Other (Specify <u>Undivided fractional interests in real estate</u>)..... \$47,140,485 \$10,497,849.67 \$47,140,485 Total Answer also in Appendix, Column 3, if filing under ULOE. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero." Aggregate Number Dollar Amount Investors of Purchases \$10,497,849.67 Accredited Investors Non-accredited Investors -0-Total (for filings under Rule 504 only)..... ... Answer also in Appendix, Column 4, if filing under ULOE. 3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C – Question 1. Dollar Amount Type of Sold Security Type of Offering Rule 505 \$ Regulation A Rule 504..... Total ---4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees..... \boxtimes s Printing and Engraving Costs..... \boxtimes \$ -0-Legal Fees..... \$342,702 \boxtimes Accounting Fees \$ -()-Engineering Fees.... **⊠** \$2,828,429 Sales Commission (specify finders' fees separately)..... X Other Expenses (identify) Total \$3,171,131

and total expenses furnished in response	to Part C - Question 4.a. This difference is	the "adjuste	ed	\$43,969,354
each of the purposes shown. If the amou check the box to the left of the estimate.	nt for any purpose is not known, furnish an The total of the payments listed must equal	estimate and	d	
			Payments to Officers, Directors & Affiliates	Payments To
Salaries and fees		🛭	S 0	<u> </u>
Purchase of real estate		🔯	\$ 0	\$38,227,485
Purchase, rental or leasing and instal	llation of machinery and equipment	🛛	s 0	⊠ s 0
Construction or leasing of plant buil	dings and facilities	🛛	s 0	⋈ \$ 0
offering that may be used in exchang	ge for the assets or securities of another issu	ier	\$ 0	S 0
Repayment of indebtedness		🛭	\$ 0	<u> </u>
Working capital		🛮	\$ 0	S 0
Other (specify): Acquisition Fee, Od	&O Expenses, Closing Costs	🖾	\$5,676,869	\$65,000
Column Totals		 🛛	\$5,676,869	\$38,292,485
Total Payments Listed (column total	s added)	***********	⊠ <u>s</u>	43,969,354
	D. FEDERAL SIGNATURE			
wing signature constitutes an undertakin	g by the issuer to furnish to the U.S. Securi	ties and Excl	hange Commiss	sion, upon written
er (Print or Type)	Signature		Date	
HV Venture Holdings, DST	Patricia A. Collosse		2/6/20	009
e of Signer (Print or Type)	Title of Signer (Print or Type)		• •	
cia A. DelRosso				R-HV Venture,
	and total expenses furnished in response gross proceeds to the issuer."	and total expenses furnished in response to Part C — Question 4.a. This difference is gross proceeds to the issuer." Indicate below the amount of the adjusted proceeds to the issuer used or proposed to each of the purposes shown. If the amount for any purpose is not known, furnish an check the box to the left of the estimate. The total of the payments listed must equal gross proceeds to the issuer set forth in response to Part C — Question 4.b above. Salaries and fees. Purchase of real estate. Purchase, rental or leasing and installation of machinery and equipment. Construction or leasing of plant buildings and facilities. Acquisition of other businesses (including the value of securities involved in the offering that may be used in exchange for the assets or securities of another issupursuant to a merger). Repayment of indebtedness. Working capital. Other (specify): Acquisition Fee, O&O Expenses, Closing Costs. Column Totals. Total Payments Listed (column totals added) D. FEDERAL SIGNATURE issuer has duly caused this notice to be signed by the undersigned duly authorized period of its staff, the information furnished by the issuer to furnish to the U.S. Securities of its staff, the information furnished by the issuer to any non-accredited investor for (Print or Type) Signature Title of Signer (Print or Type) President, Inland Real Estate Exchange Company of the state of the content of the co	and total expenses furnished in response to Part C — Question 4.a. This difference is the "adjusted gross proceeds to the issuer." Indicate below the amount of the adjusted proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate an check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C — Question 4.b above. Salaries and fees	Payments to Officers, Directors & Affiliates Salaries and fees

-ATTENTION-

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

	E. STATE SIGNATURE			
	presently subject to any of the disqualification pro		Yes	No
	See Appendix, Column 5, for state response.			
2. The undersigned issuer hereby undertakes Form D (17 CFR 239.500) at such times a	to furnish to any state administrator of any state in required by state law.	which this notice i	s filed, a not	ice on
3. The undersigned issuer hereby undertake issuer to offerees.	to furnish to the state administrators, upon writt	en request, informa	ation furnish	ed by the
Limited Offering Exemption (ULOE) of	issuer is familiar with the conditions that must be ne state in which this notice is filed and understand shing that these conditions have been satisfied.			
The issuer has read this notification and known undersigned duly authorized person.	ws the contents to be true and has duly caused thi	s notice to be signe	ed on its beh	alf by the
Issuer (Print or Type)	Signature	Date ,		
RR-HV Venture Holdings, DST	Patricia a. Sellosso	2/6/20	P 00	
Name (Print or Type)	Title (Print or Type)			
	President, Inland Real Estate Exchange Corporati	ion, a Member of R	R-HV Ventu	ıre,

L.L.C., the Manager of RR-HV Venture Holdings, DST

Instruction:

Patricia A. DelRosso

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

				· · · · · · · · · · · · · · · · · · ·						
1	2 3			4					5 Disqualification	
	Intend to sell to non-accredited investors in State (Part B-Item 1)		Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)				under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)		
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No	
AL				IIIVESIOIS	711104111	III vestors	Miloani			
AK					.					
AZ		⊠	Beneficial interests in a statutory trust - \$47,140,485	1	\$200,000	0	N/A		⊠	
AR										
CA		⊠	Beneficial interests in a statutory trust - \$47,140,485	2	\$1,318,395.44	0	N/A		⊠	
СО										
СТ								□		
DE										
DC										
FL										
GA										
НІ		Ø	Beneficial interests in a statutory trust - \$47,140,485	1	\$1,500,000	0	N/A		⊠	
ID		⊠	Beneficial interests in a statutory trust - \$47,140,485	2	\$693,699.13	0	N/A		⊠	
IL		Ø	Beneficial interests in a statutory trust - \$47,140,485	4	\$1,415,702	0	N/A		Ø	
IN										
IA		×	Beneticial interests in a statutory trust - S47,140,485	i	\$246,350	0	N/A		Ø	
KS										
KY										
LA										
МЕ		⊠	Beneficial interests in a statutory trust - \$47,140,485	1	\$170,291.87	0	N/A		Ø	
MD		⊠	Beneficial interests in a statutory trust - \$47,140,485	1	\$200,000	0	N/A		Ø	
МА										

APPENDIX

1 2 3 5									=	
'	Intend to sell to non-accredited investors in State (Part B-Item 1)		3 Type of security	4					Disqualification under State ULOE	
			and aggregate offering price	ł.	(if yes, attach explanation of					
			offered in state (Part C-Item 1)	amount purchased in State (Part C-Item 2)					waiver granted) (Part E-Item I)	
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No	
MI		⊠	Beneficial interests in a statutory trust - \$47,140,485	1	\$510,000	0	N/A		Ø	
MN		⊠	Beneficial interests in a statutory trust - \$47,140,485	3	\$876,355.27	0	N/A		×	
MS		⊠	Beneficial interests in a statutory trust - \$47,140,485	1	\$129,000	0	N/A		⊠	
мо										
МТ										
NE		⊠	Beneficial interests in a statutory trust - \$47,140,485	1	\$210,000	0	N/A		⊠	
NV										
ΝН		⊠	Beneticial interests in a statutory trust - \$47,140,485	1	\$372,730	0	N/A		☒	
NJ										
NM										
NY		×	Beneficial interests in a statutory trust - \$47,140,485	1	\$1,000,000	0	N/A		☒	
NC		×	Beneficial interests in a statutory trust - \$47,140,485	1	\$102,349.80	0	N/A		⊠	
ND										
ОН										
ок										
OR		⊠	Beneticial interests in a statutory trust - \$47,140,485	3	\$845,000	0	N/A		Ø	
PA		Ø	Beneficial interests in a statutory trust - \$47,140,485	l	\$184,215.05	0	N/A		☒	
RI										
SC										
SD										
TN										

APPENDIX 4 2 3 Disqualification under State ULOE Type of security (if yes, attach Intend to sell and aggregate Type of investor and explanation of offering price to non-accredited waiver granted) amount purchased in State offered in state investors in State (Part C-Item 2) (Part E-Item 1) (Part C-Item 1) (Part B-Item 1) Number of Number of Accredited Non-Accredited No Yes Investors Amount Investors Amount State Yes No \boxtimes 0 N/A \times 1 \$100,000 Beneficial interests TXin a statutory trust -\$47,140,485 \boxtimes \$174,369.22 0 N/A 1 \times Beneticial interests UT in a statutory trust -\$47,140,485 VΤ VA \boxtimes ı \$249,391.89 0 N/A \boxtimes WABeneficial interests in a statutory trust -\$47,140,485 WVWI WY

PR

